

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
 Stylesheet Version v1.2

ETAS ID: TM368992

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Security Agreement		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
GYM-MARK, INC.		11/30/2015	CORPORATION: CALIFORNIA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Credit Suisse AG, Cayman Islands Branch, as Collateral Agent		
<b>Street Address:</b>	Eleven Madison Avenue		
<b>City:</b>	New York		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	10010		
<b>Entity Type:</b>	Bank: SWITZERLAND		
<b>PROPERTY NUMBERS Total: 7</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	86739680	ONE BIG HAPPY	
<b>Serial Number:</b>	86781194	GYMGO	
<b>Serial Number:</b>	86781202	GYMGO	
<b>Serial Number:</b>	86781208	GYMGO	
<b>Serial Number:</b>	86781212	GYMGO	
<b>Serial Number:</b>	86781218		
<b>Serial Number:</b>	86781223		
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	8004947512		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
<b>Phone:</b>	2023704750		
<b>Email:</b>	ipteam@nationalcorp.com		
<b>Correspondent Name:</b>	Darlena Bari Stark		
<b>Address Line 1:</b>	1025 Vermont Ave NW, Suite 1130		
<b>Address Line 2:</b>	National Corporate Research, Ltd.		
<b>Address Line 4:</b>	Washington, D.C. 20005		
<b>ATTORNEY DOCKET NUMBER:</b>	F160677		
<b>NAME OF SUBMITTER:</b>	Karen S. Cottrell		
<b>SIGNATURE:</b>	/Karen S. Cottrell/		

OP \$190.00 86739680

<b>DATE SIGNED:</b>	01/13/2016
<b>Total Attachments: 4</b> source=#10351986v1 - (Trademark Security Agreement for Filing)#page2.tif source=#10351986v1 - (Trademark Security Agreement for Filing)#page3.tif source=#10351986v1 - (Trademark Security Agreement for Filing)#page4.tif source=#10351986v1 - (Trademark Security Agreement for Filing)#page5.tif	

GRANT OF SECURITY INTEREST  
IN UNITED STATES TRADEMARKS

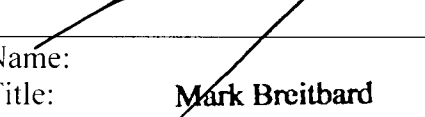
FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, Gym-Mark, Inc., a California corporation (the "Grantor") with principal offices at 500 Howard Street, San Francisco, CA 94105, hereby grants to CREDIT SUISSE AG, CAYMAN ISLANDS BRANCH, as Collateral Agent, with principal offices at Eleven Madison Avenue, New York, NY 10010 (the "Grantee"), a continuing security interest in (i) all of the Grantor's right, title and interest in, to and under the United States trademarks, trademark registrations and trademark applications (collectively, the "Marks") set forth on Schedule A attached hereto, (ii) all Proceeds (as such term is defined in the Security Agreement referred to below) and products of the Marks, (iii) the goodwill of the businesses with which the Marks are associated and (iv) all causes of action arising on, prior to or after the date hereof for infringement, or dilution of, or other injury to, any of the Marks or unfair competition regarding the same.

THIS GRANT is made to secure the payment or performance, as the case may be, in full of the Secured Obligations, as such term is defined in the Security Agreement among the Grantor, the other assignors from time to time party thereto and the Grantee, dated as of November 23, 2010 (as amended, modified, restated and/or supplemented from time to time, the "Security Agreement").

This Grant has been granted in conjunction with the security interest granted to the Grantee under the Security Agreement. The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

IN WITNESS WHEREOF, the undersigned have executed this Grant as of the  
30th day of November, 2015.

GYM-MARK, INC., Grantor

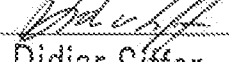
By   
Name: \_\_\_\_\_  
Title: **Mark Breitbard**  
**Chief Executive Officer**

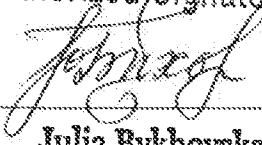
CREDIT SUISSE AG, CAYMAN ISLANDS  
BRANCH as Collateral Agent and Grantee

By \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_





By \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

CREDIT SUISSE AG, CAYMAN ISLANDS  
BRANCH as Collateral Agent and Grantee

By   
Name: **Didier Siffer**  
Title: **Authorized Signatory**

By   
Name: **Julia Bykhovskaia**  
Title: **Authorized Signatory**

# Schedule A

MARK	SERIAL NO.	FILING DATE
ONE BIG HAPPY	86/739,680	8/27/2015
GYMGO	86/781,194	10/7/2015
GYMGO	86/781,202	10/7/2015
GYMGO & Dots Design 	86/781,208	10/7/2015
GYMGO & Dots Design 	86/781,212	10/7/2015
Dots Design 	86/781,218	10/7/2015
Dots Design 	86/781,223	10/7/2015